

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:

FRANCHISE GROUP, INC., *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)

) Case No. 24-12480 (LSS)  
)

) (Jointly Administered)  
)

) **Re: Docket No. 1083**  
)

**CERTIFICATE OF NO OBJECTION REGARDING DOCKET NO. 1083**

The undersigned hereby certifies that, as of the date hereof, she has received no objection to the *First Combined Monthly Fee Statement of Petrillo Klein + Boxer LLP as Special Counsel to the Debtors and Debtor in Possession, for Allowance of Compensation and Reimbursement of Expenses for the Period from November 3, 2024 Through December 31, 2024* [Docket No. 1083] (the “Application”) filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) on March 11, 2025.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260), Franchise Group Newco BHF, LLC (4123), Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 2371 Liberty Way, Virginia Beach, Virginia 23456.

The undersigned further certifies that she has reviewed the Court's docket in these cases, and no answer, objection, or other responsive pleading to the Application appears thereon. Objections to the Application were to be filed and served by 4:00 p.m. (ET) on April 1, 2025. Although Petrillo Klein + Boxer LLP received informal comments from Direct Fee Review LLC (the "Fee Examiner") to the *First Interim Fee Application of Petrillo Klein + Boxer LLP* [Docket No. 1121], the Fee Examiner has confirmed that it does not object to payment of the fees and expenses requested in the Application on an interim basis.

Pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Estate Professionals* [Docket No. 353], the Debtors are now authorized to pay 80% (\$502,623.60)<sup>2</sup> of requested fees (\$628,279.50) and 100% of requested expenses (\$162,386.50) on an interim basis without further order of the Court.

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<sup>2</sup> For the avoidance of doubt, Petrillo Klein + Boxer LLP will apply the balance of the advanced payment retainer received on October 22, 2024, in the amount of \$7,260.00, thus reducing the amount owed by the Debtors accordingly.

Dated: April 3, 2025  
Wilmington, Delaware

*/s/ Allison S. Mielke*

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